

Application Instructions

The format of these instructions corresponds with the placement of information in the Charter Application sample form. For general filing requirements, see the "General Policies and Procedures" booklet.

National Bank Identifying Information

The name of the bank must include the word "national" or "national association."

If the exact location is unknown, a "vicinity of" location must be provided. The specificity of identification of location will be determined based on the size of the community; for instance, if the new charter will be located in a heavily populated area, the location should be specific to within 1000 feet. If the desired location is rural, identification of an area within a one-mile radius could be acceptable, if no public confusion would result. If the mailing and street addresses differ, both should be provided.

Lead Depository Institution Identifying Information

The applicant must provide the requested identifying information for the lead depository institution for an application that qualifies for expedited review. If one or more institutions are approximately the same size and compete for the "lead depository institution" designation, the applicant must furnish additional information to support identification of the selected institution as the lead depository institution. Such information should include:

- C Full legal names, locations (city and state of each main office), and OCC charter or FDIC certificate numbers for the competing institutions.
- C Total assets for each competing institution as reported in the most recent reports of condition (or comparable thrift reports) and the date of that report.
- C Total assets for each competing institution as reported in the reports of condition (or comparable thrift reports) as of the date one year earlier than the most recent report.

Type of Proposed Bank and Submission

An application must meet one of the following criteria to qualify for streamlined submission:

- C It must qualify for expedited review.
- C The sponsor or the organizing group previously must have requested and been approved for a streamlined submission by the licensing manager in the appropriate district office.

Sponsor Information

The applicant must check the appropriate sponsor's box in the Charter Application and provide the sponsor's name and address, if applicable.

Spokesperson Information

An appropriate spokesperson's name must be provided. If the proposed bank is not sponsored by an existing holding company, persons currently affiliated with other depository institutions, or those who collectively are experienced in banking and have demonstrated the ability to work together, the spokesperson must be a member of the organizing group and a proposed director.

CEO Identification

The OCC strongly encourages each organizing group to disclose its proposed CEO at the time the charter application is filed, but will honor all requests for confidential treatment until preliminary approval is granted. If the CEO's identity is disclosed, the organizing group also must submit its investigation documentation of the CEO (see the Management Review Guidelines in the "Background Investigations" booklet.)

If the organizing group elects not to disclose the proposed CEO's name at the time the charter application is filed, the group must provide a detailed description of the person's background, experience, and qualifications that are sufficiently specific to permit matching the application information with the person once his/her identity is revealed (see the General Information and Instructions to the Interagency Biographical and Financial Report in the "Background Investigations" booklet).

Biographical and Financial Reports

The OCC normally requires submission of biographical information for all proposed insiders. Unless approval has been granted for a streamlined submission, the OCC also normally requires insiders to complete the Financial Report. In addition, the OCC may waive the submission of financial information for proposed insiders if the financial strength behind the new bank will derive from the sponsor. (See the Interagency Biographical and Financial Report in the "Background Investigations" booklet).

Sponsors must submit a corporate background report (see the Corporate Background and Financial Report in the "Background Investigations" booklet) and the following or similar financial information:

- C Federal Reserve Y-6 filings for the last three years.
- C SEC 10K filings for the last three years.
- C Annual report for the most recent fiscal period.

[For bankers' bank only]

- C Each participating bank must complete a corporate background report (see the Corporate Background and Financial Report in the "Background Investigations" booklet) and submit the following financial data:
 -) Call reports for the last three years as of June 30 and December 31.
 -) Reports of income and expense for the last three years as of June 30 and December 31.
 -) Annual report for the most recent fiscal period.
- C Each depository institution holding company must complete the background report and submit the financial information required for sponsors.

Management Interlock, Environment, and Historic Property

The organizing group must respond to each question about those issues in the Charter Application and provide additional information, if necessary.

Contracts

The OCC requires a copy or discussion (if oral) of each contract to be submitted with the charter application. In addition, if the contract involves an insider, the OCC requires the submission of at least one independent appraisal of the contract (see Contracts discussion in the Introduction section of this booklet).

Public Notice

The following language may be used to meet the publication requirements. If the bank will be insured, include the information that appears in brackets [] to satisfy OCC and FDIC publication requirements. An applicant that proposes to be an uninsured national bank (e.g., an uninsured national trust bank) does not need to include the bracketed FDIC language.

An Application to Organize a National Bank
Has Been Filed on the Date of this Publication
with the Comptroller of the Currency
[and
the Federal Deposit Insurance Corporation]

We, the undersigned, intending to organize and operate a[n insured] national bank according to the provisions of the National Bank Act [and the Federal Deposit Insurance Act], as amended, submit an application to the Comptroller of the Currency [and the Federal Deposit Insurance Corporation] for permission to organize a[n insured] national bank, and propose as follows:

1. That the main office of the national bank be located at (exact location as it appears in the application), in the (city or town) of (county, state).
2. That the national bank will have the following title:

_____.
3. That the total capitalization to be received by the national bank for the shares issued by it will be allocated as follows:

Capital	\$(amount)
Surplus	\$(amount)
Total capitalization.	\$(amount)
Number of shares to be authorized . .	(amount)
Number of shares to be issued	(amount)
Par value per share	\$(amount)
Sale price per share	\$(amount)
4. That (spokesperson's name) of (street address), (city or town), (state), (ZIP

code), will act as sole and exclusive correspondent to represent and appear for the undersigned before the Comptroller of the Currency [and the Federal Deposit Insurance Corporation], and to receive all correspondence and documents for this application. In witness whereof, the undersigned have signed this document on the date set forth above.

(List each organizer's name and city of residence as it appears on the application. The name and headquarters city location of the sponsor/holding company also should be included, if applicable. In the case of a bankers' bank, identify the investing/participating banks and their headquarters city locations.)

Any person desiring to comment on this application may do so by submitting written comments within 30 days of the date of publication of this notice to the licensing manager, (address of appropriate district office) or (the appropriate Internet address). The public file is available for inspection during regular business hours.

[Any person wishing to comment on this application may file comments in writing with the regional director of the Federal Deposit Insurance Corporation at its regional office (address of the regional office) before processing of the application has been completed. Processing will be completed no earlier than the 15th day following the required publication or the date of receipt of the application by the FDIC, whichever is later. The period may be extended by the regional director for good cause. The non-confidential portion of the application file is available for inspection within one day following the request for such file. It may be inspected in the corporation's regional office during regular business hours. Photo copies of information in the non-confidential portion of the application will be made available upon request. A schedule of charges for such copies can be obtained from the regional office.]

Other Requests

The organizing group for a national trust bank does not need to request separate approval for fiduciary powers. Other requests, if any, should be submitted with this application. They should be fully responsive to the requirements discussed in other portions of this manual.

Filing Fee

The appropriate filing fee, payable by check or other means to the Comptroller of the Currency, should accompany the application.

Certification

Each proposed organizer must sign and date the application.

Organizers for a bankers' bank may request an exemption from the "natural person" requirement. If an exemption is granted, the application must be signed by an authorized representative, which is evidenced by a corporate resolution, from each of the participating depository institutions or depository institution holding companies.

Attachments

The applicant should check boxes, as appropriate, in the Charter Application.

Operating Plan

The organizing group must submit an operating plan that includes the information in each section that follows. The OCC has not provided any samples, except for market share and financial forms. The organizing group may find the sample forms useful, but may choose to submit all of its operating plan in another format, provided that it is unbound on standard letter-sized paper (i.e., 8 ½ by 11 inches) or in an acceptable electronic format designed to be so printed.

An organizing group for a proposed bank with a special purpose or focus should complete appropriate sections of the operating plan, considering that special purpose or focus.

The OCC will identify specific information that may be omitted, if it approves an organizing group's prior request to make a streamlined submission. Normally, the OCC permits charter applications filed under a streamlined submission to omit the information listed under the Leadership and Management, Market Analysis, and Plans and Objectives—Part A sections.

Group Composition and Association

- C The name and address of each proposed insider, including the CEO (if the CEO's name is being disclosed), and other identified executive officers.
- C The number and percentage of shares each proposed insider is expected to purchase.
- C A brief discussion of how the organizing group came together and the factors that led to filing the national bank charter application.
- C [For bankers' banks] A brief discussion of whether existing entities perform the same or similar services.

Business Description

- C An outlined map that specifically identifies each market area. Collectively, the maps should delineate areas from which the organizing group expects the proposed bank to draw approximately 75 percent of its business.
- C Identification of special or unusual customer groups found in the market area, such as military personnel and their families.
- C Discussion of services (e.g., depository, credit, fiduciary, and bank operations) to be offered, including any differences in the types of services for different market areas.

Community Service

(This section does not apply to certain special purpose banks, such as uninsured trust banks, cash management banks, and bankers' banks. If a wholesale or limited purpose bank will offer only a narrow product line, such as credit card or motor vehicle loans, to a regional or broader market, this discussion should be focused as appropriate for that limited type of operation.)

- C A summary of the evaluation of each proposed assessment area's banking needs, including its consumer, business, nonprofit, civic, and government sectors.
- C A description of the services and products to be offered that respond to the identified banking needs and are consistent with safe and sound operation.
- C A statement that demonstrates the organizing group's plans to achieve CRA objectives.
- C A plan for attracting and maintaining community support for the long-term success of the proposed bank.

Leadership and Management

- C A description of the proposed organization and responsibilities of the board and executive officers.
- C A discussion of the qualifications and experience of the proposed directors, the CEO, and other identified management in providing the proposed services or serving the proposed market areas.
- C Identification of the qualities desired in the remaining prospective executive officers.
- C In addition to those contracts previously disclosed, a description of any remaining contract that the organizers propose to negotiate for banking or

other services and the name of the possible provider(s) for each service.

Market Analysis (Analysis should be based on the most current data available and sources of information should be referenced.)

C Economic Component

- | A description of the proposed market(s) in terms of economic characteristics, (e.g., size, income, and industry and housing patterns).
- | An analysis of anticipated changes in the market, the factors influencing those changes, and the effect they will have on the proposed bank.
- | A discussion of the economic factors that influence the services to be offered. A more in-depth discussion is warranted where different types of services are identified for different market areas in the Business Description section.

C Competitive Component

- | A list of any and all potential competitors inside and outside the proposed market area(s).
- | A discussion of the marketing strategy for the proposed bank that compares and contrasts that strategy with the organizing group's perception of those of its competitors. Include expected results in terms of relative strength, market share (see Market Share Projections), and pricing.

Plans and Objectives—Part A

C Planning Assumptions

- | A discussion of major planning assumptions for the market analysis that were used in developing the plans and objectives for the proposed bank. At a minimum, address: market growth, interest rates, cost of funds, and competition.
- | (If applicable) A discussion of planning assumptions variations for different markets that compares and contrasts the assumptions.
- | A discussion of the advantages and disadvantages of the proposed asset/liability mix, including a net interest margin analysis and any actions that will be taken to reduce major risks through appropriate funds management techniques and systems.

C Financial Projections (Average balances, rather than year-end estimates, should be used. Average balances may be computed by projecting monthly or quarterly account balances and averaging for the appropriate number of periods used.)

| A Projected Balance Sheet, Projected Income and Expense Statement, and a capital schedule that shows capital components in no less detail than those reflected in the sample formats. (For assistance, see the "Optional Worksheet to Assist in the Risk-Based Capital Ratio Computation" included in the Consolidated Reports of Condition and Income.)

| [For trust banks and banks that will operate trust departments]

- a) Projected Fiduciary Income and Expense Statement that shows expected income and expense in no less detail than that reflected in the sample format.
- b) A representation that the bank shall not make any major acquisition(s) of trust assets or trust services from another bank or institution during its first three years of operation without the prior written approval of supervision staff in the appropriate district office.
- c) A representation that the bank will consult with appropriate OCC staff prior to expanding its trust operations into another state if novel or problematic legal issues are present.

C Internal and External Audits

A discussion of the organizing group's plans for providing the new bank with independent internal and external audit services.

C Security and Confidentiality [For bankers' banks only]

A copy of the organizers' plans for maintaining security and confidentiality of any sensitive information that may be obtained during investigative examinations of potential and current member banks.

Plans and Objectives—Part B (Required for all applications)

C A representation from the applicant about year 2000 compliance similar to the following:

The organizers of (name of proposed bank) represent that the bank's internal systems will be year 2000 compliant in accordance with OCC guidance. In addition, the (name of the proposed bank) will perform due diligence to ensure that any third-party data processing servicers or purchased applications or systems from software vendors also will be year 2000 compliant. In the event that the (name of the proposed bank) selects a servicer or vendor that is not year 2000 compliant, it will ensure that the servicer or vendor has a year 2000 compliance plan and both the financial and personnel capacity to complete its year 2000 conversion project within the time frames outlined in year 2000 guidance from the OCC.

C A year 2000 action plan that is in compliance with the OCC's year 2000 guidelines.

C (If applicable) A discussion of plans to grow through merger and acquisition activity, including, at a minimum, the effect on staffing, physical space needs, management reporting, operating systems compatibility (e.g., year 2000 compliance), and capital.

C [For streamlined submissions only] A Projected Balance Sheet for the bank and the consolidated entity that shows risk-based capital information in no less detail than those reflected in the Consolidated Reports of Condition and Income.

Capitalization

C The formula or basis used to arrive at the proposed capital structure.

C A discussion of the adequacy of the proposed capital structure relative to market factors, planning and financial assumptions, and projected organization and operating expenses. Trust banks specifically should address factors unique to the types of risks characteristic of those limited purpose banks and explain how the proposed capital structure meets risk concerns.

C A discussion of the plan for raising capital initially and for financing growth

during the first five years, with particular emphasis on conformance with OCC capital adequacy guidelines. This discussion also should include plans to raise additional capital after the bank is open, should the earnings projections in the original application prove incorrect. If this application is for an uninsured charter, discuss capital adequacy in another appropriate manner without regard to regulatory requirements.

- C The number of shares to be authorized, the number of shares to be issued, par value per share, and sale price per share.
- C Debt service requirements for any debt that will be issued at the holding company level to capitalize the bank.
- C Any plan to issue preferred stock. The OCC must approve the provision to be included in the Articles of Association and the terms of the preferred stock issuance.
- C Any plan to use options, warrants, and/or other benefits associated with the proposed capital.

Other Requirements

- C [For a new holding company] If an organizing group forming a BHC simultaneously with this application, a discussion of proposed holding company activities.
- C [For certain trust banks only] If existing trust operations will be merged into a new trust bank or form the basis for the new trust bank's operations, copies of Trust Call Reports for the latest three years.
- C [For bankers' banks only] Request(s) for a waiver of any legal requirements supported by legal analysis and adequate justification.

Charter Application

For OCC Use Only

CAIS Control No. _____

Charter No. _____

Date Received _____

Date Receipt _____

Acknowledged _____

National Bank Identifying Information

Name of Bank _____
(proposed exact corporate title)

Proposed Location _____
(street address of main office, city, county, state, ZIP Code)

Mailing Address _____
(mailing address of main office, city, county, state, ZIP Code)

Type of Proposed Bank and Submission (Check the appropriate boxes.)

Type of Proposed Bank

- ☐ Commercial Bank
- ☐ Credit Card Bank
- ☐ CEBA
- ☐ Non-CEBA
- ☐ Trust Bank
- ☐ Bankers' Bank
- ☐ Special Focus
 - ☐ Community Development
 - ☐ Cash Management
 - ☐ Other, describe: _____

Type of Review

- ☐ Standard
- ☐ Expedited

Type of Submission

- ☐ Standard
- ☐ Streamlined

Lead Depository Institution Identifying Information

Name of Institution _____
(proposed exact corporate title)

Proposed Location _____
(street address of main office, city, county, state, ZIP Code)

OCC Charter or FDIC Certificate Number _____

Additional information is attached.

Yes ☐ No ☐

Sponsor Information (Check the appropriate box or boxes.)

- G** No sponsor
- G** Persons currently affiliated with other depository institutions
- G** Persons who collectively are experienced in banking and have demonstrated the ability to work together
- G** Bank holding company
- G** Existing holding company
- G** Non-bank parent
- G** Other, describe: _____

(If applicable)

Sponsor's Name _____

Sponsor's Location _____
(street address of main office, city, county, state, ZIP Code)

Spokesperson Information

Name _____

Address _____

City _____ State _____ ZIP Code _____

Phone No. () _____ Fax No. () _____

Is the spokesperson an organizer and proposed director of the proposed bank? Yes **G** No **G**

If no, is the proposed bank sponsored by an existing holding company, persons currently affiliated with other depository institutions, or persons who are collectively experienced in banking and have demonstrated the ability to work together? Yes **G** No **G**

CEO Identification

1. The proposed CEO participated in the development of the proposed operating plan. Yes **G** No **G**

2. Has the organizing group elected to disclose the name of its CEO? Yes **G** No **G**

If yes:

The proposed CEO's name is _____.

The proposed CEO's Interagency Biographical and Financial Report is attached.

Yes **G** No **G**

If no, those reports will be provided during the organizing phase. Yes **G** No **G**

Documentation of the organizing group's investigation of the CEO is attached. Yes **G** No **G**

The organizing group requests that the OCC keep the CEO's identity confidential, until preliminary approval is granted. Yes **G** No **G**

If yes, the organizing group has a person committed to being the CEO for the proposed new bank. Yes **G** No **G**

The organizing group is providing a detailed description of the person's background, experience, and qualifications that are sufficiently specific to permit matching the application information with the person once his or her identity is revealed. Yes **G** No **G**

The organizing group will disclose the proposed CEO's name and provide the excluded biographical and financial data once preliminary approval is granted. Yes **G** No **G**

Biographical and Financial Reports

1. Are biographical reports, including foreign certifications (if applicable), attached for all proposed organizers, directors, principal shareholders, and identified executive officers (other than the CEO)? Yes **G** No **G**

If no, does this application qualify for or has it been approved to make a streamlined submission? Yes **G** No **G**

If no, was submission previously waived by the OCC? Yes **G** No **G**

If no, explain why biographical reports are not attached.

2. [For sponsors and bankers' bank proposals only] Is a corporate information report attached for the sponsor or the participating depository institution or depository institution holding company for a bankers' bank proposal? Yes **G** No **G**

If no, was submission previously waived by the OCC? Yes **G** No **G**

If no, explain why a biographical report is not attached.

3. Are financial reports attached for all proposed organizers, directors, principal shareholders, and identified executive officers (other than the CEO)? Yes **G** No **G**

If no, does this application qualify for or has it been approved to make a streamlined submission? Yes **G** No **G**

If no, was submission previously waived by the OCC? Yes **G** No **G**

If no, explain why financial reports are not attached.

4. Is a financial report attached for the sponsor or participating depository institution or depository institution holding company for a bankers' bank proposal? Yes **G** No **G**

If no, was submission previously waived by the OCC? Yes **G** No **G**

If no, explain why a financial report is not attached.

Management Interlock, Environment, and Historic Property

1. Will the establishment of the proposed bank result in or raise an issue that could result in creating a prohibited interlock? Yes **G** No **G**

If yes, explain the circumstances that result in any potential conflict of interest or management interlock and specify what action will be taken to prevent a violation of law.

2. Will the proposed action have any significant effect on the quality of the human environment, (e.g., air and/or water quality, noise levels, energy consumption, congestion of population, solid waste disposal, or environmental integrity of private land) within the meaning of the National Environmental Policy Act (NEPA), 42 USC 4321, et. seq.? Yes **G** No **G**

If yes, discuss plans to comply with NEPA's requirements.

3. Does the establishment of the proposed bank's main office and/or any branch sites affect any district, site, building, or structure listed in, or eligible for listing in, the *National Register of Historic Places* (National Register) pursuant to the National Historic Preservation Act (NHPA), 16 USC 470? Yes **G** No **G**

Specify how such determination was made (e.g., National Register, Historic Preservation Officer, or other).

If yes, has the organizing group contacted the State Historic Preservation Office (SHPO)? Yes **G** No **G**

Yes **G** No **G**

If no, discuss why contact has not been initiated.

Contracts

Application No. G

If yes:

G Attach a copy or a discussion of the contract, if oral.

G If an insider is involved, attach a copy of the independent appraisal.

Public Notice

Public notice of this application is being published on _____ (publication date) _____
in _____ (name and address of newspaper(s) used) _____.

Requests for additional information or other communications about this proposal should be directed to:

(name)	(title)
(mailing address)	(telephone number)

Other Requests (if applicable)

Is this application accompanied by any other corporate requests (e.g., fiduciary powers, director waiver, management interlock exception, branch, operating subsidiary, or wholesale or limited purpose designation pursuant to 12 CFR 25.25(b))?

Yes **G** No **G**

If yes, attach a list of all applications that accompany this filing.

Filing Fee

A filing fee of \$(amount) is attached.

Desired Action Date

We desire OCC action on this application no later than (date).

Certification

The organizers certify that any misrepresentations or omissions of material facts with respect to this application, any attachments to it, and any other documents or information provided in connection with the application for and organization of the proposed national bank may be grounds for denial or revocation of the national bank charter, or grounds for an objection to the undersigned as proposed director(s) or officer(s) of the proposed national bank, and may subject the undersigned to other legal sanctions, including the criminal sanctions provided for in 18 USC 1001 and 1014.

Signature

Typed Name

Date

This image shows a blank sheet of white paper with horizontal ruling lines. The lines are organized into three distinct vertical columns. Each column contains approximately 20 evenly spaced horizontal lines, providing a template for writing or drawing. There are no margins, text, or other markings on the page.

